

<i>SERFF Tracking Number:</i>	<i>PRUD-125784827</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>The Prudential Insurance Company of America</i>	<i>State Tracking Number:</i>	<i>40042</i>
<i>Company Tracking Number:</i>	<i>IFSA-PIC-END-403(1/09)</i>		
<i>TOI:</i>	<i>A02.1G Group Annuities - Deferred Non-Variable and Variable</i>	<i>Sub-TOI:</i>	<i>A02.1G.002 Flexible Premium</i>
<i>Product Name:</i>	<i>PIC-END-403(1/09)</i>		
<i>Project Name/Number:</i>	<i>PIC-END-403(1/09)/PIC-END-403(1/09)</i>		

Filing at a Glance

Company: The Prudential Insurance Company of America

Product Name: PIC-END-403(1/09) SERFF Tr Num: PRUD-125784827 State: ArkansasLH

TOI: A02.1G Group Annuities - Deferred Non-Variable and Variable SERFF Status: Closed State Tr Num: 40042

Sub-TOI: A02.1G.002 Flexible Premium Co Tr Num: IFSA-PIC-END-403(1/09) State Status: Approved-Closed

Filing Type: Form Co Status: IFSA Reviewer(s): Linda Bird
 Authors: John Witteman, Anthony Pereira, Carolyn Cargnel, Pamela Bonaparte-Golding
 Date Submitted: 08/21/2008 Disposition Date: 08/26/2008
 Disposition Status: Approved

Implementation Date Requested: On Approval Implementation Date:

State Filing Description:

General Information

Project Name: PIC-END-403(1/09)	Status of Filing in Domicile: Pending
Project Number: PIC-END-403(1/09)	Date Approved in Domicile:
Requested Filing Mode: Review & Approval	Domicile Status Comments:
Explanation for Combination/Other:	Market Type: Group
Submission Type: New Submission	Group Market Size: Large
Overall Rate Impact:	Group Market Type: Discretionary
Filing Status Changed: 08/26/2008	
State Status Changed: 08/26/2008	Deemer Date:
Corresponding Filing Tracking Number:	
Filing Description:	
VIA: SERFF	

August 21, 2008

SERFF Tracking Number: PRUD-125784827 State: Arkansas
Filing Company: The Prudential Insurance Company of America State Tracking Number: 40042
Company Tracking Number: IFSA-PIC-END-403(1/09)
TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable
Product Name: PIC-END-403(1/09)
Project Name/Number: PIC-END-403(1/09)/PIC-END-403(1/09)

Honorable Julia Benafield Bowman
Insurance Commissioner
Life and Health Division
Arkansas Insurance Department
1200 West Third Street
Little Rock, AR 72201

Attn: Claudia Meeks, Rates and Form Filings

Re: The Prudential Insurance Company (PICA, "we, "us")
NAIC No. 304-68241 FEIN No. 22-1211670
403(b) Annuity Endorsement: Form PIC-END-403 (1/09)

Dear Ms. Meeks:

The Prudential Insurance Company respectfully submits for your approval the referenced Endorsement. In order to assure compliance with federal tax requirements we submitted the attached endorsement to the IRS and have agreed to file it with the states for use with certain of our tax deferred annuity contracts. It does not include any provision previously disapproved by your Department.

A similar filing is also being made on behalf of Pruco Life Insurance Company.

Any filing material we believe your Department requires is enclosed. Unless we are informed otherwise, we reserve the right to alter the layout, color, sequential order, and typeface of the form. We confirm that any such change will be in conformance with your requirements.

We believe that these forms are exempt from any "Flesch Score" or state readability requirements or regulations, since these forms conform to the requirements under federal law.

Sincerely,

SERFF Tracking Number: PRUD-125784827 State: Arkansas
Filing Company: The Prudential Insurance Company of America State Tracking Number: 40042
Company Tracking Number: IFSA-PIC-END-403(1/09)
TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable
Product Name: PIC-END-403(1/09)
Project Name/Number: PIC-END-403(1/09)/PIC-END-403(1/09)

Contract Specialist

Phone: (800) 628-6039 Ext. 47544
(203) 944-7544

Email: Pamela.Bonaparte-Golding@prudential.com

Fax: (203) 944-7737

Enclosures

Company and Contact

Filing Contact Information

Anthony Pereira, Senior Compliance Analyst Anthony.Pereira@Prudential.com
One Corporate Drive (800) 628-6039 [Phone]
Shelton, CT 06484 (203) 944-7510[FAX]

Filing Company Information

The Prudential Insurance Company of America	CoCode: 68241	State of Domicile: New Jersey
751 Broad Street	Group Code: 304	Company Type: Life
Newark, NJ 07102-3777	Group Name:	State ID Number:
(973) 802-6000 ext. [Phone]	FEIN Number: 22-1211670	

Filing Fees

Fee Required?	Yes
Fee Amount:	\$20.00
Retaliatory?	No
Fee Explanation:	
Per Company:	No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
The Prudential Insurance Company of America	\$20.00	08/21/2008	22054408

SERFF Tracking Number: PRUD-125784827 State: Arkansas

Filing Company: The Prudential Insurance Company of America State Tracking Number: 40042

Company Tracking Number: IFSA-PIC-END-403(1/09)

TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable

Product Name: PIC-END-403(1/09)

Project Name/Number: PIC-END-403(1/09)/PIC-END-403(1/09)

Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved	Linda Bird	08/26/2008	08/26/2008

Amendments

Item	Schedule	Created By	Created On	Date Submitted
403(b) Endorsement	Form	Pamela Bonaparte-Golding	08/25/2008	08/25/2008

Filing Notes

Subject	Note Type	Created By	Created On	Date Submitted
TOI Error	Note To Reviewer	Pamela Bonaparte- Golding	08/25/2008	08/25/2008

<i>SERFF Tracking Number:</i>	<i>PRUD-125784827</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>The Prudential Insurance Company of America</i>	<i>State Tracking Number:</i>	<i>40042</i>
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<i>Product Name:</i>	<i>PIC-END-403(1/09)</i>		
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Disposition

Disposition Date: 08/26/2008

Implementation Date:

Status: Approved

Comment: Company has advised group Annuities selected in error. Correct TOI is Individual Annuities-Deferred Non-Variable/Variable.

Rate data does NOT apply to filing.

SERFF Tracking Number: PRUD-125784827 State: Arkansas

Filing Company: The Prudential Insurance Company of America State Tracking Number: 40042

Company Tracking Number: IFSA-PIC-END-403(1/09)

TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable

Product Name: PIC-END-403(1/09)

Project Name/Number: PIC-END-403(1/09)/PIC-END-403(1/09)

Item Type	Item Name	Item Status	Public Access
Supporting Document	Certification/Notice		Yes
Supporting Document	Application		No
Supporting Document	Life & Annuity - Acturial Memo		No
Supporting Document	Arkansas Filing Fee Form		Yes
Supporting Document	Coverletter		Yes
Form (revised)	403(b) Endorsement		Yes
Form	403(b) Endorsement	Withdrawn	No

SERFF Tracking Number: PRUD-125784827 State: Arkansas

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TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable

Product Name: PIC-END-403(1/09)

Project Name/Number: PIC-END-403(1/09)/PIC-END-403(1/09)

Amendment Letter

Amendment Date:

Submitted Date: 08/25/2008

Comments:

Endorsement attachment was in incorrect format. Replaced attachment in PDF format.

Changed Items:

Form Schedule Item Changes:

Form Schedule Item Changes:

Form Number	Form Type	Form Name	Action	Form Action Other	Previous Filing #	Replaced Form #	Readability Score	Attachments
PIC-END(1/09)	Certificate	403(b) Endorsement	Initial				0	PIC-END-403(1-09).pdf

Note To Reviewer

Group Annuities selected in error. Correct TOI is Individual Annuities-Deferred Non-Variable/Variable.

SERFF Tracking Number: PRUD-125784827 State: Arkansas

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Company Tracking Number: IFSA-PIC-END-403(1/09)

TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable

Product Name: PIC-END-403(1/09)

Project Name/Number: PIC-END-403(1/09)/PIC-END-403(1/09)

Form Schedule

Lead Form Number: PIC-END-403(1/09)

Review Status	Form Number	Form Type	Form Name	Action	Action Specific Data	Readability	Attachment
	PIC-END(1/09)	Certificate	403(b) Endorsement	Initial		0	PIC-END-403(1-09).pdf

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA
(A Prudential Financial Company)
[751 Broad Street
Newark, New Jersey 07102]

403(b) Annuity Endorsement

The terms and conditions of this endorsement as set forth below are intended to apply to the Annuity attached hereto effective on the dates indicated and to qualify the Annuity as a tax deferred annuity under Section 403(b) of the Internal Revenue Code (the "Code"). The terms of this endorsement apply even if they do not agree with the other terms of this Annuity.

1. Nontransferability. The Annuity shall be nontransferable within the meaning of Code section 401(g) and the Treasury Regulations thereunder.
2. Limitation on contributions. Contributions made under a salary reduction agreement to this Annuity and any other 403(b) annuity contract owned by you shall not exceed the applicable annual limit under Code section 402(g), except as may otherwise be permitted under Code section 414(v).
3. Minimum required distributions. Except to the extent otherwise permitted by Treasury Regulations or other applicable law, the requirements of Code section 401(a)(9), including the minimum incidental death benefit requirements of Code section 401(a)(9)(G), shall apply to distributions from the Annuity in the manner applicable under Code section 403(b)(10).
4. Rollovers. A distributee may elect to have any portion of an eligible rollover distribution paid directly to an eligible retirement plan specified by the distributee in a direct rollover. For this purpose, the following definitions and rules apply:
 - (i) Eligible rollover distribution. An eligible rollover distribution is any distribution of all or any portion of the balance to the credit of the distributee, except that an eligible rollover distribution does not include: any distribution that is one of a series of substantially equal periodic payments (not less frequently than annually) made for the life (or life expectancy) of the distributee or the joint lives (or joint life expectancies) of the distributee and the distributee's designated beneficiary, or for a specified period of ten years or more; any distribution to the extent such distribution is required under Code section 401(a)(9) as made applicable by Code section 403(b)(10); any distribution made upon the hardship of the employee; and any other amounts designated in applicable federal tax guidance. The term eligible rollover distribution shall not include the portion of any distribution that is not includible in gross income except to the extent that such amount is paid directly to an eligible retirement plan that is an individual retirement account described in Code section 408(a), an individual retirement annuity described in Code section 408(b), or an annuity described in Code section 403(b) or qualified trust described in Code section 401(a) and such annuity or trust agrees to separately account for such amounts so transferred, including separately accounting for the portion of such distribution that is includible in gross income and the portion that is not so includible.
 - (ii) Eligible Retirement Plan. An eligible retirement plan is an individual retirement account described in Code section 408(a), an individual retirement annuity described in Code section 408(b), an annuity plan described in Code sections 403(a) or 403(b), a qualified trust described in Code section 401(a), or an eligible deferred compensation plan described in Code section 457(b) which is maintained by an eligible governmental employer described in Code section 457(e)(1)(A), that accepts the distributee's eligible rollover distribution.

- (iii) Distributee. You are a distributee whether you are an employee or former employee. In addition, your surviving spouse or your spouse or former spouse who is the alternate payee under a qualified domestic relations order, as defined in ERISA section 206(d), are distributees with regard to the interest of the spouse or former spouse.
- (iv) Nonspouse Beneficiary. To the extent permitted by Code section 402(c)(11) and applicable federal tax guidance thereunder, a direct trustee-to-trustee transfer may be made to an individual retirement account described in Code section 408(a) or an individual retirement annuity described in Code section 408(b) of an individual who is your designated beneficiary but who is not your surviving spouse if such transfer would be an eligible rollover distribution but for that the distribution is not being made to you or your surviving spouse.
- (v) Direct Rollover. A direct rollover is a payment by the plan to the eligible retirement plan specified by the distributee.

5. Distribution Restrictions

- (i) Salary reduction contributions. Except to the extent otherwise permitted or limited by Treasury Regulations or other applicable law, contributions to the Annuity made pursuant to a salary reduction agreement and earnings related thereto may be distributed only:
 - i. After the owner attains age 59 ½,
 - ii. After the owner has a severance from employment,
 - iii. After the owner dies,
 - iv. After the owner becomes disabled within the meaning of Code section 72(m)(7),
 - v. After the owner experiences a hardship within the meaning of Code section 403(b)(11)(B) (in which case the distribution may not include earnings), or
 - vi. After termination of the plan of which this Annuity is a part.
- (ii) Nonelective employer contributions. Except to the extent otherwise permitted or limited by Treasury Regulations or other applicable law, for contracts issued on or after January 1, 2009, nonelective contributions to the Annuity made by your employer may be distributed only:
 - i. After two years have elapsed since the nonelective contribution was made,
 - ii. After the owner attains age 59 ½,
 - iii. After the owner has a severance from employment,
 - iv. After the owner dies,
 - v. After the owner becomes disabled within the meaning of Code section 72(m)(7),
 - vi. After the owner experiences a hardship within the meaning of Code section 403(b)(11)(B), or
 - vii. After termination of the plan of which this Annuity is a part.

6. ERISA

If this Annuity is part of an employee benefit plan which is subject to Title 1 of ERISA, or if this Annuity contains amounts transferred from a plan which was subject to Title 1 of ERISA, your employer shall take all such actions as are necessary to assure that the Annuity is administered in compliance therewith, including but not limited to compliance with the reporting and disclosure requirements of ERISA, and that any distributions from this Annuity or from such transferred amounts, as applicable, and any Beneficiary designations, shall be subject to the joint and survivor annuity requirements and pre-retirement survivor annuity requirements of ERISA section 205 to the extent applicable. We are under no obligation to determine whether Title 1 of ERISA is applicable to the Annuity. Any determination in that regard shall be the sole responsibility of your employer, and we shall be entitled to rely on that determination by your employer. We are entitled to regard the Annuity as not subject to Title 1 of ERISA unless notified otherwise In Writing by your employer.

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA


[_____]
Secretary

<i>SERFF Tracking Number:</i>	<i>PRUD-125784827</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>The Prudential Insurance Company of America</i>	<i>State Tracking Number:</i>	<i>40042</i>
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<i>Product Name:</i>	<i>PIC-END-403(1/09)</i>		
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Rate Information

Rate data does NOT apply to filing.

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Supporting Document Schedules

Review Status:

Satisfied -Name: Certification/Notice 08/20/2008
Comments:
Attachment:
AR - 7 - PIC.pdf

Review Status:

Satisfied -Name: Arkansas Filing Fee Form 08/21/2008
Comments:
Attachment:
AR - 7a.pdf

Review Status:

Satisfied -Name: Coverletter 08/21/2008
Comments:
Attachment:
PICA 403(b) Cover Letter.pdf

**Prudential Annuities Life Assurance Corporation
One Corporate Drive
Shelton, CT 06484**

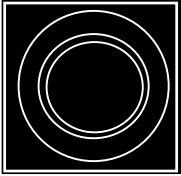
**STATE OF ARKANSAS
CERTIFICATION OF COMPLIANCE**

I hereby certify that The Prudential Insurance Company of America complies with the requirements of Rules and Regulation #34 of the Arkansas Insurance Department regarding our Form No. PIC-END-403(1/09)



Suzanne Hurel –Vice President, Contracts

August 21, 2008
Date



**ARKANSAS
INSURANCE
DEPARTMENT**

400 University Tower Building
1123 South University Ave.
Little Rock, Arkansas 72204

Lee Douglass
Insurance Commissioner

501-686-2900

ATTN: LIFE & HEALTH DIVISION, ARKANSAS INSURANCE DEPARTMENT

Company Name: The Prudential Insurance Company of America

Company NAIC Code: 68241

Company Contact Person & Telephone # Pamela Bonaparte-Golding (203) 944-7544

INSURANCE DEPARTMENT USE ONLY

ANALYST: _____ AMOUNT: _____ ROUTE SLIP: _____

ALL FEES ARE PER EACH INSURER. PER ANNUAL STATEMENT LINE OF BUSINESS.
UNLESS OTHERWISE INDICATED.

FEE SCHEDULE FOR ADMITTED INSURERS

RATE/FORM FILINGS

Life and/or Disability policy form filing
review, per each policy, contract, annuity
form, per each insurer, per each filing.

* x \$ 50 =

**Retaliatory

Life and/or Disability - Filing and review of
each rate filing or loss ratio guarantee filing,
per each insurer.

* x \$ 50 =

**Retaliatory

Life and/or Disability: Filing and review of
Annuity Forms: Filing and review of each
certificate, rider, endorsement or application
if each is filed separately from the basic form.

* 1 x \$ 20. = 20.00

**Retaliatory

Life and/or Disability: Filing and review of
Insurer's advertisements, per advertisement, per
each insurer.

* x \$ 25 =

**Retaliatory

AMEND CERTIFICATE OF AUTHORITY

Review and processing of information to amend an
Insurer's Certificate of Authority.

* x \$400 =

Filing to amend Certificate of Authority.

*** x \$100 =

*THESE FEES ARE PAYABLE UNDER THE NEW FEE SCHEDULE AS OUTLINED UNDER RULE AND REGULATION 57.

**THESE FEES ARE PAYABLE UNDER THE OLD FEE SCHEDULE AS OUTLINED UNDER ARK. CODE ANN. 23-63-102,
RETALIATORY TAX.

***THESE FEES ARE PAYABLE AS REQUIRED IN ARK. ANN. § 23-61-401.



The Prudential Insurance Company of
America
Washington Street
Newark, NJ 07102
(800) 752-6342

VIA: SERFF

August 21, 2008

Honorable Julia Benafield Bowman
Insurance Commissioner
Life and Health Division
Arkansas Insurance Department
1200 West Third Street
Little Rock, AR 72201

Attn: Claudia Meeks, Rates and Form Filings

Re: The Prudential Insurance Company (PICA, "we, "us")
NAIC No. 304-68241 FEIN No. 22-1211670
403(b) Annuity Endorsement: Form PIC-END-403 (1/09)

Dear Ms. Meeks:

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A similar filing is also being made on behalf of Pruco Life Insurance Company.

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We believe that these forms are exempt from any "Flesch Score" or state readability requirements or regulations, since these forms conform to the requirements under federal law.

Sincerely,

A handwritten signature in blue ink, reading "Pamela Bonaparte-Golding".

Contract Specialist
Phone: (800) 628-6039 Ext. 47544
(203) 944-7544
Email: Pamela.Bonaparte-Golding@prudential.com
Fax: (203) 944-7737

Enclosures